

Hearing Date and Time: TBD
Objection Deadline: TBD

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,

Debtors.

Case No. 08-13555 (SCC)

Chapter 11

(Jointly Administered)

**NOTICE OF FILING OF SUPPLEMENTAL DECLARATION OF DAVID D'AMOUR IN
SUPPORT OF AMENDED OMNIBUS APPLICATION OF CERTAIN INDIVIDUAL
COMMITTEE MEMBERS FOR REIMBURSEMENT OF FEES AND EXPENSES**

PLEASE TAKE NOTICE that The Bank of New York Mellon, as indenture trustee for various notes issued by Lehman Brothers Holdings, Inc., has filed the *Supplemental Declaration of David D'Amour in Support of Amended Omnibus Application of Certain Individual Committee Members for Reimbursement of Fees and Expenses* in further support of the *Amended Omnibus Application of Certain Individual Committee Members for Reimbursement of Fees and Expenses*, filed on December 18, 2015 [Dk. 51685] (the “**Amended Omnibus Application**”). Additional notice will be provided when the date and time for a hearing to consider the Amended Omnibus Application has been scheduled and a deadline for objections to the Amended Omnibus Application has been set.

Dated: San Francisco, CA
December 23, 2015

SHEPPARD MULLIN RICHTER & HAMPTON LLP

/s/ Michael H. Ahrens

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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08-13555 (SCC)

Jointly Administered

**SUPPLEMENTAL DECLARATION OF DAVID D'AMOUR IN SUPPORT OF
AMENDED OMNIBUS APPLICATION OF CERTAIN INDIVIDUAL COMMITTEE
MEMBERS FOR REIMBURSEMENT OF FEES AND EXPENSES**

David D'Amour declares under penalty of perjury, pursuant to 28 U.S.C. §1746,
as follows:

1. I am an associate with the law firm of Sheppard, Mullin, Richter & Hampton LLP, counsel for The Bank of New York Mellon ("BNYM") in their capacity as a member of the Official Committee of Unsecured Creditors ("Committee") of Lehman Brothers Holdings, Inc., et. al. (collectively, the "Debtors"). I make this declaration in that capacity. Except as otherwise provided herein, the facts set forth in this declaration are based on my personal knowledge. I am competent to testify to these facts.

2. This declaration is submitted in further support of the Omnibus Application of Individual Members of Official Committee of Unsecured Creditors and Indenture Trustees Pursuant to Section 1129(a)(4), Or Alternatively, Sections 503(b)(D)(3) and 503(b)(4) of Bankruptcy Code for Payment of Fees and Reimbursement of Expenses filed herein on January 30, 2010, as Docket No. 24762 (the "Application"). This declaration is also in support of the Amended Omnibus Application of Certain Individual Committee Members for Reimbursement of Fees and Expenses, filed December 18, 2015, as Docket No. 51685

("Amended Application").

3. On December 17, 2015, I executed my Initial Declaration on support of the Amended Application and it was filed that day, attached to the Omnibus Application as Exhibit B-3, Docket No. 51685-4 ("Initial Declaration"). When the other Committee members submitted their declarations on December 17, 2015 we realized that they included in their analysis the "Stub Period" amounts, which relate to the period between January 1, 2012 and March 9, 2012, the Effective Date of the Lehman Plan. As Exhibit A to the Amended Application states, the calculations submitted with my Initial Declaration did not include the Stub Period. Exhibit A to the Amended Application set forth that BNY Mellon would file a subsequent declaration that includes the Stub Period. This is that subsequent Declaration.

4. The total fees billed by Sheppard to BNYM for Committee Matters paid by Lehman for the Stub Period amounted to \$196,865.50. ("Stub Payment"). No expenses were billed by Sheppard for the Stub Period.

5. I made the same analysis of the Stub Payment that I made in the Sheppard Mullin Fee Breakdown described in my Initial Declaration, and prepared a "Stub Period Sheppard Fee Breakdown." I understand that both the Sheppard Mullin Fee Breakdown described in my Initial Declaration and the Stub Period Sheppard Fee Breakdown will be made available to the Court and the U.S. Trustee. Treating the Miscellaneous Time in the same manner as testified to in my Initial Declaration, following is a breakdown of the Stub Payment in the Stub Period Fee Breakdown I prepared:

- a. Derivatives Subcommittee time: \$93,501.19.
- b. Private Equity Subcommittee time: \$0.
- c. Unsecured Creditors Committee time: \$83,762.31.

d. Indenture Trustee time: \$19,602.00.

e. Mistaken Time Entries: \$ 0.

6. As set forth in my Initial Declaration, Sheppard Mullin will discount Unsecured Creditors Committee time by 30%, and will seek nothing with respect to the Indenture Trustee time. When adding that discounted time for the Unsecured Creditors Committee (\$58,633.62) to the time for the Derivatives Subcommittee, the total substantial contribution time during the Stub Period for Sheppard Mullin's time should be \$152,134.80 ("Stub Period Substantial Contribution").

7. Adding the Stub Period Substantial Contribution to the calculations described in my Initial Declaration, BNYM seeks an order that it is entitled to retain a total of \$3,494,064.50 as a substantial contribution claim out of the \$4,777,149.81 that was paid to Sheppard Mullin and BNYM. This consists of the total of the following: (a) \$328,100 as a substantial contribution by BNYM which is explained in the Guiliano declaration; (b) \$3,139,787.04 for Sheppard Mullin's fees that constituted a substantial contribution and (c) \$26,177.50 for a portion of the expenses of Sheppard Mullin related to its substantial contribution.

8. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed this 22nd day of December, 2015.



David D'Amour